

Michael S. Etkin (ME 0570)
Lowenstein Sandler, PC
1251 Avenue of the Americas, 18th Floor
New York, New York 10020
(212) 262-6700 -- Telephone
(212) 262-7402 -- Facsimile
metkin@lowenstein.com

Heather M. Forrest
Jackson Walker L.L.P.
901 Main Street, Suite 6000
Dallas, Texas 75202
(214) 953-6000 – Telephone
(214) 953-5822 – Facsimile
hforrest@jw.com

COUNSEL FOR BELO CORP.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

GENERAL MOTORS CORP., *et al.*,

Debtors

Chapter 11 Case No.

09-50026 (REG)

(Jointly Administered)

**BELO CORP.’S LIMITED OBJECTION TO NOTICE OF (I) DEBTORS’ INTENT TO
ASSUME AND ASSIGN CERTAIN EXECUTORY CONTRACTS, UNEXPIRED
LEASES OF PERSONAL PROPERTY, AND UNEXPIRED LEASES OF
NONRESIDENTIAL REAL PROPERTY AND (II) CURE AMOUNTS RELATED
THERE TO**

Belo Corp. (“Belo”), by and through its undersigned counsel, as and for its limited objection to the Notice of (i) Debtors’ Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (ii) Cure Amounts Related Thereto (the “Notice”), respectfully states as follows:

1. On or about June 10, 2009, Belo received the Notice along with instructions for logging into the Debtors’ website purportedly containing information regarding what the Debtors believe are the appropriate cure amounts for assumable executory contracts to which Belo is a

party (the "Belo Contracts"). Upon logging into the website, Belo discovered that the Debtors listed no information regarding the Belo contracts which they contend may be assumed as executory contracts, no indication as to whether the Belo Contracts will or will not be assumed, and no dollar figure as to the proposed cure amounts.

2. Prior to June 1, 2009 (the "Petition Date"), Belo and its affiliate entities provided advertising services to the Debtors and/or various of its debtor affiliates through third party vendors. A substantial number of ad buys had been placed as of the Petition Date and for which Belo did not receive payment. According to Belo's records, the Debtors owe Belo up to \$2,497,931.00 in unpaid advertising expenses.

3. Belo submits this limited objection to the Notice to preserve its rights and because there has been no information provided to Belo to determine what amounts the Debtors assert are proper cure amounts. Moreover, there is no information available on the website to identify which contracts the Debtors believe may be assumed pursuant to the Notice and in accordance with the Bankruptcy Code.

WHEREFORE, Belo requests that this Court sustain this limited objection to the Notice so that Belo's rights in connection with any purported assumption of the Belo Contracts are preserved and for such further relief to which it may show itself justly entitled.

Dated: July 7, 2009

Respectfully submitted,

LOWENSTEIN SANDLER, PC

By: /s/ Michael S. Etkin
Michael S. Etkin (ME 0570)
1251 Avenue of the Americas, 18th Floor
New York, New York 10020
(212) 262-6700 -- Telephone
(212) 262-7402 (Facsimile)
metkin@lowenstein.com
-and-

JACKSON WALKER L.L.P.

Heather M. Forrest
State Bar No. 24040918
901 Main Street, Suite 6000
Dallas, TX 75202
(214) 953-6000 — Telephone
(214) 953-5822 — Facsimile
hforrest@jw.com

ATTORNEYS FOR BELO CORP.